

Debtor **JHD Holdings, Inc.**
Name

Case number (if known)

7. Describe debtor's business A. Check one:

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
☐ Railroad (as defined in 11 U.S.C. § 101(44))
☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
☒ None of the above

B. Check all that apply

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.
See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

4412

8. Under which chapter of the Bankruptcy Code is the debtor filing?

Check one:

- ☐ Chapter 7
☐ Chapter 9

☒ Chapter 11. Check all that apply:

- ☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,725,625 (amount subject to adjustment on 4/01/22 and every 3 years after that).
☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
☐ A plan is being filed with this petition.
☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11 (Official Form 201A) with this form.
☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

- ☒ No.
☐ Yes.

If more than 2 cases, attach a separate list.

District	When	Case number
District	When	Case number

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

- ☐ No
☒ Yes.

List all cases. If more than 1, attach a separate list

Debtor	H2D Motorcycle Ventures, LLC	Relationship	Common Ownership
District	EDNY	When	Case number, if known

Debtor **JHD Holdings, Inc.**
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11. Why is the case filed in this district?

Check all that apply:

- ☐ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☒ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

☒ No

☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard?

☐ It needs to be physically secured or protected from the weather.

☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

☐ Other

Where is the property?

Number, Street, City, State & ZIP Code

Is the property insured?

☐ No

☐ Yes. Insurance agency

Contact name

Phone

Statistical and administrative information

13. Debtor's estimation of available funds

Check one:

- ☒ Funds will be available for distribution to unsecured creditors.
- ☐ After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors

☐ 1-49

☒ 50-99

☐ 100-199

☐ 200-999

☐ 1,000-5,000

☐ 5001-10,000

☐ 10,001-25,000

☐ 25,001-50,000

☐ 50,001-100,000

☐ More than 100,000

15. Estimated Assets

☐ \$0 - \$50,000

☐ \$50,001 - \$100,000

☐ \$100,001 - \$500,000

☐ \$500,001 - \$1 million

☒ \$1,000,001 - \$10 million

☐ \$10,000,001 - \$50 million

☐ \$50,000,001 - \$100 million

☐ \$100,000,001 - \$500 million

☐ \$500,000,001 - \$1 billion

☐ \$1,000,000,001 - \$10 billion

☐ \$10,000,000,001 - \$50 billion

☐ More than \$50 billion

16. Estimated liabilities

☐ \$0 - \$50,000

☐ \$50,001 - \$100,000

☐ \$100,001 - \$500,000

☐ \$500,001 - \$1 million

☒ \$1,000,001 - \$10 million

☐ \$10,000,001 - \$50 million

☐ \$50,000,001 - \$100 million

☐ \$100,000,001 - \$500 million

☐ \$500,000,001 - \$1 billion

☐ \$1,000,000,001 - \$10 billion

☐ \$10,000,000,001 - \$50 billion

☐ More than \$50 billion

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Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**17. Declaration and signature
of authorized
representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on **July 16, 2019**
MM / DD / YYYY

X /s/ Eric Pomeroy
Signature of authorized representative of debtor

Title **CEO**

Eric Pomeroy
Printed name

18. Signature of attorney

X /s/ Robert L. Rattet
Signature of attorney for debtor

Date **July 16, 2019**
MM / DD / YYYY

Robert L. Rattet 1674118
Printed name

Rattet PLLC
Firm name

202 Mamaroneck Avenue
Suite 300
White Plains, NY 10601
Number, Street, City, State & ZIP Code

Contact phone **+1-914-381-7400** Email address **rrattet@rattetlaw.com**

1674118 NY
Bar number and State

Fill in this information to identify the case:

Debtor name JHD Holdings, Inc.

United States Bankruptcy Court for the: EASTERN DISTRICT OF WISCONSIN

Case number (if known) _____

☐ Check if this is an amended filing

Official Form 202

Declaration Under Penalty of Perjury for Non-Individual Debtors

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ Schedule A/B: Assets—Real and Personal Property (Official Form 206A/B)
- ☐ Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D)
- ☐ Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)
- ☐ Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G)
- ☐ Schedule H: Codebtors (Official Form 206H)
- ☐ Summary of Assets and Liabilities for Non-Individuals (Official Form 206Sum)
- ☐ Amended Schedule
- ☐ Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders (Official Form 204)
- ☐ Other document that requires a declaration _____

I declare under penalty of perjury that the foregoing is true and correct.

Executed on July 15, 2019

X /s/ Eric Pomeroy

Signature of individual signing on behalf of debtor

Eric Pomeroy

Printed name

CEO

Position or relationship to debtor

Fill in this information to identify the case:

Debtor name **JHD Holdings, Inc.**
 United States Bankruptcy Court for the: **EASTERN DISTRICT OF WISCONSIN**
 Case number (if known): _____

☐ Check if this is an
 amended filing

Official Form 204

Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Alliant Energy 4902 Nort Biltmore Lane Madison, WI 53707-1007						\$3,483.05
American Express Merchant						\$241,144.57
Auto Owners Insurance Box 30660 Lansing, MI 48909						\$6,655.60
Baker Tilly Virchow Kraus 777 E Wisconsin Avenue 32nd Floor Milwaukee, WI 53202						\$15,408.79
Bravado International Group Merchants Services 32206 Collection Ctr Dr. Chicago, IL 60693-0322						\$4,091.80
Brennan Steil, S.C. One East Milwaukee Street Janesville, WI 53545-3029						\$27,606.02
Byline Bank 180 N LaSalle, Suite 400 Chicago, IL 60601						\$2,264,570.32

Debtor **JHD Holdings, Inc.**
Name

Case number (if known)

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services,	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Elad One Data Software Services P.O. Box 2585 Valdosta, GA 31604-2585						\$5,339.00
Exxon Mobile / WEX Bank P.O. Box 5727 Carol Stream, IL 60197-5727						\$3,038.43
First Extended Service Co PO Box 804785 Chicago, IL 60680-4159						\$86,971.74
Ford Credit PO Box 790093 Saint Louis, MO 63179-0093						\$3,065.70
Great America Financial PO Box 660831 Dallas, TX 75266-0831						\$3,452.43
Humana 1100 Employers Blvd Green Bay, WI 54344						\$22,477.22
Jacob Lopez 22072 Monico Dr Moreno Valley, CA 92557						\$4,173.32
Pay Pal Working Capital Merchant Assistance 9690 Deereco Road Suite 110 Timonium, MD 21094						\$156,628.00
Paychex 225 Kenneth Dr Rochester, NY 14623						\$26,370.00
Superior Court California County of Riverside 13800 Heacock Street D201 Moreno Valley, CA 92553						\$4,173.32

Debtor **JHD Holdings, Inc.**
Name

Case number (if known)

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services,	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim.		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
TDS 525 Junction Rd Madison, WI 53717-2105						\$6,003.19
Wisconsin Dept of Revenue P.O. Box 8901 Madison, WI 53708-8901		Sales Taxes				\$220,582.46
Zwicker & Associates, PC 80 Minuteman Road Andover, MA 01810						\$221,972.20

Fill in this information to identify the case:

Debtor name **JHD Holdings, Inc.**

United States Bankruptcy Court for the: **EASTERN DISTRICT OF WISCONSIN**

Case number (if known) _____

☐ Check if this is an amended filing

Official Form 206Sum
Summary of Assets and Liabilities for Non-Individuals

12/15

Part 1: Summary of Assets

1. Schedule A/B: Assets-Real and Personal Property (Official Form 206A/B)

1a. Real property: Copy line 88 from Schedule A/B.....	\$	0.00
1b. Total personal property: Copy line 91A from Schedule A/B.....	\$	4,384,528.79
1c. Total of all property: Copy line 92 from Schedule A/B.....	\$	4,384,528.79

Part 2: Summary of Liabilities

2. Schedule D: Creditors Who Have Claims Secured by Property (Official Form 206D) Copy the total dollar amount listed in Column A, Amount of claim, from line 3 of Schedule D.....	\$	3,890,592.82
3. Schedule E/F: Creditors Who Have Unsecured Claims (Official Form 206E/F)		
3a. Total claim amounts of priority unsecured claims: Copy the total claims from Part 1 from line 5a of Schedule E/F.....	\$	220,582.46
3b. Total amount of claims of nonpriority amount of unsecured claims: Copy the total of the amount of claims from Part 2 from line 5b of Schedule E/F.....	+\$	3,133,216.04
4. Total liabilities Lines 2 + 3a + 3b	\$	7,244,391.32

Fill in this information to identify the case:

Debtor name **JHD Holdings, Inc.**

United States Bankruptcy Court for the: **EASTERN DISTRICT OF WISCONSIN**

Case number (if known) _____

☐ Check if this is an amended filing

Official Form 206A/B

Schedule A/B: Assets - Real and Personal Property

12/15

Disclose all property, real and personal, which the debtor owns or in which the debtor has any other legal, equitable, or future interest. Include all property in which the debtor holds rights and powers exercisable for the debtor's own benefit. Also include assets and properties which have no book value, such as fully depreciated assets or assets that were not capitalized. In Schedule A/B, list any executory contracts or unexpired leases. Also list them on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G).

Be as complete and accurate as possible. If more space is needed, attach a separate sheet to this form. At the top of any pages added, write the debtor's name and case number (if known). Also identify the form and line number to which the additional information applies. If an additional sheet is attached, include the amounts from the attachment in the total for the pertinent part.

For Part 1 through Part 11, list each asset under the appropriate category or attach separate supporting schedules, such as a fixed asset schedule or depreciation schedule, that gives the details for each asset in a particular category. List each asset only once. In valuing the debtor's interest, do not deduct the value of secured claims. See the instructions to understand the terms used in this form.

Part 1: Cash and cash equivalents

1. Does the debtor have any cash or cash equivalents?

☐ No. Go to Part 2.

☒ Yes Fill in the information below.

All cash or cash equivalents owned or controlled by the debtor

Current value of debtor's interest

2. Cash on hand

\$29,504.63

3. Checking, savings, money market, or financial brokerage accounts (Identify all)
Name of institution (bank or brokerage firm) Type of account

Last 4 digits of account number

3.1. Johnson Bank

checking

2383

\$0.00

3.2. Johnson Bank

checking

2405

\$0.00

3.3. Ecom

\$1,133.19

4. Other cash equivalents (Identify all)

4.1. Credit card holding

\$67,628.41

5. Total of Part 1.

Add lines 2 through 4 (including amounts on any additional sheets). Copy the total to line 80.

\$98,266.23

Part 2: Deposits and Prepayments

6. Does the debtor have any deposits or prepayments?

Debtor JHD Holdings, Inc.
Name

Case number (if known) _____

- ☐ No. Go to Part 3.
☒ Yes Fill in the information below.

7. **Deposits, including security deposits and utility deposits**
Description, including name of holder of deposit

7.1. **Security deposit with landlord**

\$33,538.45

8. **Prepayments, including prepayments on executory contracts, leases, insurance, taxes, and rent**
Description, including name of holder of prepayment

9. **Total of Part 2.**

Add lines 7 through 8. Copy the total to line 81.

\$33,538.45

Part 3: **Accounts receivable**

10. **Does the debtor have any accounts receivable?**

- ☐ No. Go to Part 4.
☒ Yes Fill in the information below.

11. **Accounts receivable**

11a. 90 days old or less: 1,345,820.10 - 0.00 = \$1,345,820.10
face amount doubtful or uncollectible accounts

12. **Total of Part 3.**

Current value on lines 11a + 11b = line 12. Copy the total to line 82.

\$1,345,820.10

Part 4: **Investments**

13. **Does the debtor own any investments?**

- ☒ No. Go to Part 5.
☐ Yes Fill in the information below.

Part 5: **Inventory, excluding agriculture assets**

18. **Does the debtor own any inventory (excluding agriculture assets)?**

- ☐ No. Go to Part 6.
☒ Yes Fill in the information below.

	General description	Date of the last physical inventory	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
19.	Raw materials				
20.	Work in progress				
21.	Finished goods, including goods held for resale				
	Misc Inventory		\$0.00	Recent cost	\$1,299,828.91

22. **Other inventory or supplies**

23. **Total of Part 5.**

Add lines 19 through 22. Copy the total to line 84.

\$1,299,828.91

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24. Is any of the property listed in Part 5 perishable?

- ☒ No
☐ Yes

25. Has any of the property listed in Part 5 been purchased within 20 days before the bankruptcy was filed?

- ☒ No
☐ Yes. Book value _____ Valuation method _____ Current Value _____

26. Has any of the property listed in Part 5 been appraised by a professional within the last year?

- ☒ No
☐ Yes

Part 6: Farming and fishing-related assets (other than titled motor vehicles and land)

27. Does the debtor own or lease any farming and fishing-related assets (other than titled motor vehicles and land)?

- ☒ No. Go to Part 7.
☐ Yes Fill in the information below.

Part 7: Office furniture, fixtures, and equipment; and collectibles

38. Does the debtor own or lease any office furniture, fixtures, equipment, or collectibles?

- ☐ No. Go to Part 8.
☒ Yes Fill in the information below.

	General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
39.	Office furniture			
40.	Office fixtures			
41.	Office equipment, including all computer equipment and communication systems equipment and software see B(47)	\$0.00		\$0.00

42. Collectibles Examples: Antiques and figurines; paintings, prints, or other artwork; books, pictures, or other art objects; china and crystal; stamp, coin, or baseball card collections; other collections, memorabilia, or collectibles

43. Total of Part 7.

Add lines 39 through 42. Copy the total to line 86.

\$0.00

44. Is a depreciation schedule available for any of the property listed in Part 7?

- ☒ No
☐ Yes

45. Has any of the property listed in Part 7 been appraised by a professional within the last year?

- ☒ No
☐ Yes

Part 8: Machinery, equipment, and vehicles

46. Does the debtor own or lease any machinery, equipment, or vehicles?

- ☐ No. Go to Part 9.
☒ Yes Fill in the information below.

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General description Include year, make, model, and identification numbers (i.e., VIN, HIN, or N-number)	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
47. Automobiles, vans, trucks, motorcycles, trailers, and titled farm vehicles			
47.1. Misc Fixed Assets incl. Leasehold improvements, furniture and fixtures, tools and equipment, company vehicles, office computers and equipment, less accumulated depreciation	\$0.00		\$613,425.60

48. **Watercraft, trailers, motors, and related accessories** Examples: Boats, trailers, motors, floating homes, personal watercraft, and fishing vessels

49. **Aircraft and accessories**

50. **Other machinery, fixtures, and equipment (excluding farm machinery and equipment)**

51. **Total of Part 8.**

Add lines 47 through 50. Copy the total to line 87.

\$613,425.60

52. **Is a depreciation schedule available for any of the property listed in Part 8?**

☒ No

☐ Yes

53. **Has any of the property listed in Part 8 been appraised by a professional within the last year?**

☒ No

☐ Yes

Part 9: Real property

54. **Does the debtor own or lease any real property?**

☒ No. Go to Part 10.

☐ Yes Fill in the information below.

Part 10: Intangibles and intellectual property

59. **Does the debtor have any interests in intangibles or intellectual property?**

☐ No. Go to Part 11.

☒ Yes Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
60. Patents, copyrights, trademarks, and trade secrets			
61. Internet domain names and websites www.boardtrackerhd.com	\$0.00		Unknown
62. Licenses, franchises, and royalties Franchise/dealership rights with Harley-Davidson Motor Corp.	\$0.00		Unknown

Debtor JHD Holdings, Inc. Case number (if known) _____
Name

63. Customer lists, mailing lists, or other compilations
Customer/mailling lists \$0.00 Unknown

64. Other intangibles, or intellectual property

65. Goodwill
Net of accumulated amortization \$0.00 \$993,649.50

66. Total of Part 10.

\$993,649.50

Add lines 60 through 65. Copy the total to line 89.

67. Do your lists or records include personally identifiable information of customers (as defined in 11 U.S.C. §§ 101(41A) and 107)?

☒ No
☐ Yes

68. Is there an amortization or other similar schedule available for any of the property listed in Part 10?

☒ No
☐ Yes

69. Has any of the property listed in Part 10 been appraised by a professional within the last year?

☒ No
☐ Yes

Part 11: All other assets

70. Does the debtor own any other assets that have not yet been reported on this form?

Include all interests in executory contracts and unexpired leases not previously reported on this form.

☐ No. Go to Part 12.

☒ Yes Fill in the information below.

Current value of
debtor's interest

71. Notes receivable
Description (include name of obligor)

72. Tax refunds and unused net operating losses (NOLs)
Description (for example, federal, state, local)

73. Interests in insurance policies or annuities

74. Causes of action against third parties (whether or not a lawsuit
has been filed)

75. Other contingent and unliquidated claims or causes of action of
every nature, including counterclaims of the debtor and rights to
set off claims

Claims against Harley-Davidson Motor Corporation

Unknown

Nature of claim Breach of contract, tortious
interference of contract, unfair
competition

Amount requested \$0.00

76. Trusts, equitable or future interests in property

77. Other property of any kind not already listed Examples: Season tickets,
country club membership

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78. Total of Part 11.

Add lines 71 through 77. Copy the total to line 90.

\$0.00

79. Has any of the property listed in Part 11 been appraised by a professional within the last year?

☒ No

☐ Yes

Debtor **JHD Holdings, Inc.**
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Part 12: Summary

In Part 12 copy all of the totals from the earlier parts of the form

Type of property	Current value of personal property	Current value of real property
80. Cash, cash equivalents, and financial assets. Copy line 5, Part 1	<u>\$98,266.23</u>	
81. Deposits and prepayments. Copy line 9, Part 2.	<u>\$33,538.45</u>	
82. Accounts receivable. Copy line 12, Part 3.	<u>\$1,345,820.10</u>	
83. Investments. Copy line 17, Part 4.	<u>\$0.00</u>	
84. Inventory. Copy line 23, Part 5.	<u>\$1,299,828.91</u>	
85. Farming and fishing-related assets. Copy line 33, Part 6.	<u>\$0.00</u>	
86. Office furniture, fixtures, and equipment; and collectibles. Copy line 43, Part 7.	<u>\$0.00</u>	
87. Machinery, equipment, and vehicles. Copy line 51, Part 8.	<u>\$613,425.60</u>	
88. Real property. Copy line 56, Part 9.>		<div>\$0.00</div>
89. Intangibles and intellectual property. Copy line 66, Part 10.	<u>\$993,649.50</u>	
90. All other assets. Copy line 78, Part 11.	+ <u>\$0.00</u>	
91. Total. Add lines 80 through 90 for each column	<div>\$4,384,528.79</div>	+ 91b. <div>\$0.00</div>
92. Total of all property on Schedule A/B. Add lines 91a+91b=92		<div>\$4,384,528.79</div>

Fill in this information to identify the case:

Debtor name **JHD Holdings, Inc.**

United States Bankruptcy Court for the: **EASTERN DISTRICT OF WISCONSIN**

Case number (if known) _____

☐ Check if this is an amended filing

Official Form 206D

Schedule D: Creditors Who Have Claims Secured by Property

12/15

Be as complete and accurate as possible.

1. Do any creditors have claims secured by debtor's property?

☐ No. Check this box and submit page 1 of this form to the court with debtor's other schedules. Debtor has nothing else to report on this form.

☒ Yes. Fill in all of the information below.

Part 1: List Creditors Who Have Secured Claims

2. List in alphabetical order all creditors who have secured claims. If a creditor has more than one secured claim, list the creditor separately for each claim.

Column A	Column B
Amount of claim	Value of collateral that supports this claim
Do not deduct the value of collateral.	
\$241,144.57	\$0.00

2.1 American Express Nat Bank

Creditor's Name

**c/o Datamark Inc.
Att: Merchant Finance Csl
43 Butterfield Cir.
El Paso, TX 79906**

Creditor's mailing address

Creditor's email address, if known

Date debt was incurred

Last 4 digits of account number

Do multiple creditors have an interest in the same property?

☒ No

☐ Yes. Specify each creditor, including this creditor and its relative priority.

Describe debtor's property that is subject to a lien
All assets

Describe the lien

UCC financing statement

Is the creditor an insider or related party?

☒ No

☐ Yes

Is anyone else liable on this claim?

☒ No

☐ Yes. Fill out *Schedule H: Codebtors* (Official Form 206H)

As of the petition filing date, the claim is:
Check all that apply

☐ Contingent

☐ Unliquidated

☐ Disputed

2.2 Byline Bank

Creditor's Name

**500 W. Elm Grove Road
Suite 104
Attn: Paul Quackenboss
Elm Grove, WI 53122**

Creditor's mailing address

Creditor's email address, if known

Date debt was incurred

Last 4 digits of account number

Describe debtor's property that is subject to a lien
All assets

Describe the lien

UCC Financing Statement

Is the creditor an insider or related party?

☒ No

☐ Yes

Is anyone else liable on this claim?

☐ No

☒ Yes. Fill out *Schedule H: Codebtors* (Official Form 206H)

\$2,264,570.32

\$0.00

Debtor **JHD Holdings, Inc.**
Name

Case number (if know)

Do multiple creditors have an interest in the same property?

☒ No

☐ Yes. Specify each creditor, including this creditor and its relative priority.

As of the petition filing date, the claim is:

Check all that apply

☐ Contingent

☐ Unliquidated

☐ Disputed

2.3 Harley-Davidson Credit

Creditor's Name

**1801 Alma Dr, Suite 200
Plano, TX 75075**

Creditor's mailing address

Creditor's email address, if known

Date debt was incurred

Last 4 digits of account number

Do multiple creditors have an interest in the same property?

☒ No

☐ Yes. Specify each creditor, including this creditor and its relative priority.

Describe debtor's property that is subject to a lien

All assets

\$1,249,891.00

\$0.00

Describe the lien

UCC financing statement

Is the creditor an insider or related party?

☒ No

☐ Yes

Is anyone else liable on this claim?

☐ No

☒ Yes. Fill out *Schedule H: Codebtors* (Official Form 206H)

As of the petition filing date, the claim is:

Check all that apply

☐ Contingent

☐ Unliquidated

☐ Disputed

2.4 Vital Cap

Creditor's Name

**30 Broad Street, 14th Fl
New York, NY 10004**

Creditor's mailing address

Creditor's email address, if known

Date debt was incurred

Last 4 digits of account number

Do multiple creditors have an interest in the same property?

☒ No

☐ Yes. Specify each creditor, including this creditor and its relative priority.

Describe debtor's property that is subject to a lien

\$134,986.93

\$0.00

Describe the lien

Is the creditor an insider or related party?

☒ No

☐ Yes

Is anyone else liable on this claim?

☐ No

☒ Yes. Fill out *Schedule H: Codebtors* (Official Form 206H)

As of the petition filing date, the claim is:

Check all that apply

☐ Contingent

☐ Unliquidated

☒ Disputed

3. Total of the dollar amounts from Part 1, Column A, including the amounts from the Additional Page, if any.

\$3,890,592.8

2

Part 2: List Others to Be Notified for a Debt Already Listed in Part 1

List in alphabetical order any others who must be notified for a debt already listed in Part 1. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for secured creditors.

If no others need to be notified for the debts listed in Part 1, do not fill out or submit this page. If additional pages are needed, copy this page.

Debtor **JHD Holdings, Inc.**
Name

Case number (if know)

Name and address

On which line in Part 1 did
you enter the related creditor?

Last 4 digits of
account number for
this entity

American Express Bank
4315 South 2700 West
Salt Lake City, UT 84184

Line 2.1

Beathen Regan, Esq.
Zwicker & Assocs. PC
80 Minuteman Rd
Andover, MA 01810

Line 2.1

Dan Fleming, Esq.
Wong Fleming
821 Alexander Rd
Suite 200
Princeton, NJ 08540

Line 2.3

Daniel Habeck, Esq.
Cramer, Multhauf & Hames,
1601 E. Racine Ave.
Suite 200
Waukesha, WI 53186

Line 2.2

Shaya Gorkin, Esq.
Tamir Law Group
80 Broad Street, Ste 1302
New York, NY 10004

Line 2.4

Fill in this information to identify the case:

Debtor name **JHD Holdings, Inc.**

United States Bankruptcy Court for the: **EASTERN DISTRICT OF WISCONSIN**

Case number (if known) _____

☐ Check if this is an amended filing

Official Form 206E/F

Schedule E/F: Creditors Who Have Unsecured Claims

12/15

Be as complete and accurate as possible. Use Part 1 for creditors with PRIORITY unsecured claims and Part 2 for creditors with NONPRIORITY unsecured claims. List the other party to any executory contracts or unexpired leases that could result in a claim. Also list executory contracts on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B) and on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G). Number the entries in Parts 1 and 2 in the boxes on the left. If more space is needed for Part 1 or Part 2, fill out and attach the Additional Page of that Part included in this form.

Part 1: List All Creditors with PRIORITY Unsecured Claims

1. Do any creditors have priority unsecured claims? (See 11 U.S.C. § 507).

☐ No. Go to Part 2.

☒ Yes. Go to line 2.

2. List in alphabetical order all creditors who have unsecured claims that are entitled to priority in whole or in part. If the debtor has more than 3 creditors with priority unsecured claims, fill out and attach the Additional Page of Part 1.

Total claim Priority amount

\$220,582.46 \$0.00

2.1 Priority creditor's name and mailing address

**Wisconsin Dept of Revenue
P.O. Box 8901
Madison, WI 53708-8901**

As of the petition filing date, the claim is:

Check all that apply.

- ☐ Contingent
☐ Unliquidated
☐ Disputed

Date or dates debt was incurred _____

Basis for the claim:

Sales Taxes

Last 4 digits of account number _____

Is the claim subject to offset?

Specify Code subsection of PRIORITY unsecured claim: 11 U.S.C. § 507(a) (8)

- ☒ No
☐ Yes

Part 2: List All Creditors with NONPRIORITY Unsecured Claims

3. List in alphabetical order all of the creditors with nonpriority unsecured claims. If the debtor has more than 6 creditors with nonpriority unsecured claims, fill out and attach the Additional Page of Part 2.

Amount of claim

3.1 Nonpriority creditor's name and mailing address

**1st Choice Lock & Securit
P.O. Box 137
Janesville, WI 53547-0137**

As of the petition filing date, the claim is: *Check all that apply.*

\$110.78

- ☐ Contingent
☐ Unliquidated
☐ Disputed

Date(s) debt was incurred _____

Basis for the claim: _____

Last 4 digits of account number _____

Is the claim subject to offset? ☒ No ☐ Yes

3.2 Nonpriority creditor's name and mailing address

**Airgas
6055 Rockside Woods Blvd
Independence, OH 44131**

As of the petition filing date, the claim is: *Check all that apply.*

\$0.00

- ☐ Contingent
☐ Unliquidated
☐ Disputed

Date(s) debt was incurred _____

Basis for the claim: _____

Last 4 digits of account number _____

Is the claim subject to offset? ☒ No ☐ Yes

Debtor **JHD Holdings, Inc.**

Case number (if known) _____

3.3	Nonpriority creditor's name and mailing address Alliant Energy 4902 Nort Biltmore Lane Madison, WI 53707-1007 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$2,723.41
<hr/>			
3.4	Nonpriority creditor's name and mailing address Alliant Energy 4902 Nort Biltmore Lane Madison, WI 53707-1007 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$3,483.05
<hr/>			
3.5	Nonpriority creditor's name and mailing address Alliant Energy 4902 Nort Biltmore Lane Madison, WI 53707-1007 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$629.18
<hr/>			
3.6	Nonpriority creditor's name and mailing address American Express Merchant Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$241,144.57
<hr/>			
3.7	Nonpriority creditor's name and mailing address American Family Life Assurance Co. of Columbus 1932 Wynnton Road Columbus, GA 31999-0010 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$1,015.74
<hr/>			
3.8	Nonpriority creditor's name and mailing address ARI Network Services, Inc 10850 W Park Place Suite 1200 Milwaukee, WI 53224 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$945.00
<hr/>			
3.9	Nonpriority creditor's name and mailing address Auto Owners Insurance Box 30660 Lansing, MI 48909 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$6,655.60

Debtor **JHD Holdings, Inc.**

Case number (if known) _____

Name

3.10 Nonpriority creditor's name and mailing address

Baker Tilly Virchow Kraus
777 E Wisconsin Avenue
32nd Floor
Milwaukee, WI 53202

Date(s) debt was incurred _____

Last 4 digits of account number _____

As of the petition filing date, the claim is: *Check all that apply.*

\$15,408.79

- ☐ Contingent
☐ Unliquidated
☐ Disputed

Basis for the claim: _____

Is the claim subject to offset? ☒ No ☐ Yes

3.11 Nonpriority creditor's name and mailing address

Bosch
28635 Mound Rd
Warren, MI 48092-3499

Date(s) debt was incurred _____

Last 4 digits of account number _____

As of the petition filing date, the claim is: *Check all that apply.*

\$1,039.62

- ☐ Contingent
☐ Unliquidated
☐ Disputed

Basis for the claim: _____

Is the claim subject to offset? ☒ No ☐ Yes

3.12 Nonpriority creditor's name and mailing address

Bravado International
Group Merchants Services
32206 Collection Ctr Dr.
Chicago, IL 60693-0322

Date(s) debt was incurred _____

Last 4 digits of account number _____

As of the petition filing date, the claim is: *Check all that apply.*

\$4,091.80

- ☐ Contingent
☐ Unliquidated
☐ Disputed

Basis for the claim: _____

Is the claim subject to offset? ☒ No ☐ Yes

3.13 Nonpriority creditor's name and mailing address

Brennan Steil, S.C.
One East Milwaukee Street
Janesville, WI 53545-3029

Date(s) debt was incurred _____

Last 4 digits of account number _____

As of the petition filing date, the claim is: *Check all that apply.*

\$27,606.02

- ☐ Contingent
☐ Unliquidated
☐ Disputed

Basis for the claim: _____

Is the claim subject to offset? ☒ No ☐ Yes

3.14 Nonpriority creditor's name and mailing address

Broadcast Music, Inc.
10 Music Square East
Nashville, TN 37203-4399

Date(s) debt was incurred _____

Last 4 digits of account number _____

As of the petition filing date, the claim is: *Check all that apply.*

\$799.37

- ☐ Contingent
☐ Unliquidated
☐ Disputed

Basis for the claim: _____

Is the claim subject to offset? ☒ No ☐ Yes

3.15 Nonpriority creditor's name and mailing address

Byline Bank
180 N LaSalle, Suite 400
Chicago, IL 60601

Date(s) debt was incurred _____

Last 4 digits of account number _____

As of the petition filing date, the claim is: *Check all that apply.*

\$2,264,570.32

- ☐ Contingent
☐ Unliquidated
☐ Disputed

Basis for the claim: _____

Is the claim subject to offset? ☒ No ☐ Yes

3.16 Nonpriority creditor's name and mailing address

Chopper Exchange
447 3rd Ave N, Suite 300
Saint Petersburg, FL 33701

Date(s) debt was incurred _____

Last 4 digits of account number _____

As of the petition filing date, the claim is: *Check all that apply.*

\$315.00

- ☐ Contingent
☐ Unliquidated
☐ Disputed

Basis for the claim: _____

Is the claim subject to offset? ☒ No ☐ Yes

Debtor **JHD Holdings, Inc.**

Case number (if known) _____

Name

3.17	Nonpriority creditor's name and mailing address City of Janesville Treasurer's Office P.O. Box 5005 Janesville, WI 53547-5005 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$150.00
3.18	Nonpriority creditor's name and mailing address City of Janesville Treasurer's Office P.O. Box 5005 Janesville, WI 53547-5005 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$40.00
3.19	Nonpriority creditor's name and mailing address City of Monroe Attn: City Treasurer 1110 18th Ave City Hall Monroe, WI 53566 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$842.05
3.20	Nonpriority creditor's name and mailing address Computerized Vehicle Regi 4600 Montgomery Road Cincinnati, OH 45212 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$329.50
3.21	Nonpriority creditor's name and mailing address Cornerstoner United, Inc. 120 Main Ave NW Hickory, NC 28601 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$2,801.00
3.22	Nonpriority creditor's name and mailing address Coverall North America, I 2955 Momentum Place Chicago, IL 60689 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$2,535.00
3.23	Nonpriority creditor's name and mailing address Culligan Water Conditioni 2306 Kennedy Rd Janesville, WI 53545-0827 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$147.70

Debtor **JHD Holdings, Inc.**
Name

Case number (if known) _____

3.24	Nonpriority creditor's name and mailing address Dimax Office Solutions, I PO Box 1406 Janesville, WI 53547 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$126.01
<hr/>			
3.25	Nonpriority creditor's name and mailing address E&D Water Works, Inc. 915 Parker Drive Janesville, WI 53545-0709 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$94.95
<hr/>			
3.26	Nonpriority creditor's name and mailing address Elad One Data Software Services P.O. Box 2585 Valdosta, GA 31604-2585 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$5,339.00
<hr/>			
3.27	Nonpriority creditor's name and mailing address Exxon Mobile / WEX Bank P.O. Box 5727 Carol Stream, IL 60197-5727 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$3,038.43
<hr/>			
3.28	Nonpriority creditor's name and mailing address First Extended Service Co PO Box 804785 Chicago, IL 60680-4159 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$86,971.74
<hr/>			
3.29	Nonpriority creditor's name and mailing address Ford Credit PO Box 790093 Saint Louis, MO 63179-0093 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$3,065.70
<hr/>			
3.30	Nonpriority creditor's name and mailing address GEM Printing Services 307 State Street Beloit, WI 53512-0356 Date(s) debt was incurred _____ Last 4 digits of account number _____	As of the petition filing date, the claim is: Check all that apply. <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: _____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$291.98

Debtor **JHD Holdings, Inc.**

Case number (if known) _____

Name

3.31	Nonpriority creditor's name and mailing address Gordon Flesch 2675 Research Park Drive Madison, WI 53711 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: ____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$866.75
3.32	Nonpriority creditor's name and mailing address Great America Financial PO Box 660831 Dallas, TX 75266-0831 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: ____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$3,452.43
3.33	Nonpriority creditor's name and mailing address Heritage-Crystal Clean 2175 Point Boulevard Suite 375 Elgin, IL 60123 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: ____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$1,069.47
3.34	Nonpriority creditor's name and mailing address Humana 1100 Employers Blvd Green Bay, WI 54344 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: ____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$22,477.22
3.35	Nonpriority creditor's name and mailing address Illinois Tollway PO Box 5544 Chicago, IL 60680-5544 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: ____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$74.25
3.36	Nonpriority creditor's name and mailing address J.D. Power PO Box 748673 Los Angeles, CA 90074-8673 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: ____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$531.00
3.37	Nonpriority creditor's name and mailing address Jacob Lopez 22072 Monico Dr Moreno Valley, CA 92557 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: ____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$4,173.32

Debtor **JHD Holdings, Inc.**

Case number (if known) _____

3.38	Nonpriority creditor's name and mailing address Janesville Municipal Util 18 N Jackson Street Janesville, WI 53547-5005 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: ____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$1,948.49
3.39	Nonpriority creditor's name and mailing address Kevin Lewis Central States Health & Life Co. of Omaha 1212 N. 96th Street Omaha, NE 68134-0350 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: ____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$269.58
3.40	Nonpriority creditor's name and mailing address Kuryakin Holdings, LLC 33150 Collection Center Chicago, IL 60693-0331 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: ____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$1,136.89
3.41	Nonpriority creditor's name and mailing address Lloyds Plumbing & Heating 2352 W. Hwy 14 Janesville, WI 53547-1618 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: ____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$195.04
3.42	Nonpriority creditor's name and mailing address Moss Holding Company 3469 Momentum Place Chicago, IL 60689-5334 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: ____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$71.74
3.43	Nonpriority creditor's name and mailing address Nannonation Inc. 301 S 13th Street Lincoln, NE 68508 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: ____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$658.00
3.44	Nonpriority creditor's name and mailing address Office Pro Inc. Janesville Division P.O. Box 80 Afton, WI 53501 Date(s) debt was incurred ____ Last 4 digits of account number ____	As of the petition filing date, the claim is: <i>Check all that apply.</i> <input type="checkbox"/> Contingent <input type="checkbox"/> Unliquidated <input type="checkbox"/> Disputed Basis for the claim: ____ Is the claim subject to offset? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes	\$357.29

Debtor **JHD Holdings, Inc.**

Case number (if known) _____

Name

3.45 Nonpriority creditor's name and mailing address**Pay Pal Working Capital
Merchant Assistance
9690 Deereco Road
Suite 110
Timonium, MD 21094**

Date(s) debt was incurred _____

Last 4 digits of account number _____

As of the petition filing date, the claim is: *Check all that apply.***\$156,628.00**

- ☐ Contingent
☐ Unliquidated
☐ Disputed

Basis for the claim: _____

Is the claim subject to offset? ☒ No ☐ Yes**3.46** Nonpriority creditor's name and mailing address**Paychex
225 Kenneth Dr
Rochester, NY 14623**

Date(s) debt was incurred _____

Last 4 digits of account number _____

As of the petition filing date, the claim is: *Check all that apply.***\$26,370.00**

- ☐ Contingent
☐ Unliquidated
☐ Disputed

Basis for the claim: _____

Is the claim subject to offset? ☒ No ☐ Yes**3.47** Nonpriority creditor's name and mailing address**Pitney Bowes Global
Financial Services, LLC
P.O. Box 371887
Pittsburgh, PA 15250-7887**

Date(s) debt was incurred _____

Last 4 digits of account number _____

As of the petition filing date, the claim is: *Check all that apply.***\$202.15**

- ☐ Contingent
☐ Unliquidated
☐ Disputed

Basis for the claim: _____

Is the claim subject to offset? ☒ No ☐ Yes**3.48** Nonpriority creditor's name and mailing address**Police Services, Inc.
P.O. Box 730151
Ormond Beach, FL 32173-0151**

Date(s) debt was incurred _____

Last 4 digits of account number _____

As of the petition filing date, the claim is: *Check all that apply.***\$1,230.65**

- ☐ Contingent
☐ Unliquidated
☐ Disputed

Basis for the claim: _____

Is the claim subject to offset? ☒ No ☐ Yes**3.49** Nonpriority creditor's name and mailing address**Purchase Power
PO Box 371874
Pittsburgh, PA 15250-7874**

Date(s) debt was incurred _____

Last 4 digits of account number _____

As of the petition filing date, the claim is: *Check all that apply.***\$681.06**

- ☐ Contingent
☐ Unliquidated
☐ Disputed

Basis for the claim: _____

Is the claim subject to offset? ☒ No ☐ Yes**3.50** Nonpriority creditor's name and mailing address**Reynolds & Reynolds**

Date(s) debt was incurred _____

Last 4 digits of account number _____

As of the petition filing date, the claim is: *Check all that apply.***\$89.84**

- ☐ Contingent
☐ Unliquidated
☐ Disputed

Basis for the claim: _____

Is the claim subject to offset? ☒ No ☐ Yes**3.51** Nonpriority creditor's name and mailing address**Shelby Dewey
1117 Woodman Rd
Janesville, WI 53545**

Date(s) debt was incurred _____

Last 4 digits of account number _____

As of the petition filing date, the claim is: *Check all that apply.***Unknown**

- ☐ Contingent
☐ Unliquidated
☒ Disputed

Basis for the claim: Claim for discriminaton, harrassmentIs the claim subject to offset? ☒ No ☐ Yes

Debtor **JHD Holdings, Inc.**

Case number (if known) _____

3.52 Nonpriority creditor's name and mailing address

**Spectrum Business
4145 S Falkenburg Rd
Riverview, FL 33578-8652**

Date(s) debt was incurred _____

Last 4 digits of account number _____

As of the petition filing date, the claim is: *Check all that apply.*

- ☐ Contingent
☐ Unliquidated
☐ Disputed

Basis for the claim: _____

Is the claim subject to offset? ☒ No ☐ Yes

\$508.42

3.53 Nonpriority creditor's name and mailing address

**STA International
225 Broadhollow Road
Melville, NY 11747-4822**

Date(s) debt was incurred _____

Last 4 digits of account number _____

As of the petition filing date, the claim is: *Check all that apply.*

- ☐ Contingent
☐ Unliquidated
☐ Disputed

Basis for the claim: _____

Is the claim subject to offset? ☒ No ☐ Yes

\$176.73

3.54 Nonpriority creditor's name and mailing address

**Superior Court California
County of Riverside
13800 Heacock Street
D201
Moreno Valley, CA 92553**

Date(s) debt was incurred _____

Last 4 digits of account number _____

As of the petition filing date, the claim is: *Check all that apply.*

- ☐ Contingent
☐ Unliquidated
☐ Disputed

Basis for the claim: _____

Is the claim subject to offset? ☒ No ☐ Yes

\$4,173.32

3.55 Nonpriority creditor's name and mailing address

**TDS
525 Junction Rd
Madison, WI 53717-2105**

Date(s) debt was incurred _____

Last 4 digits of account number _____

As of the petition filing date, the claim is: *Check all that apply.*

- ☐ Contingent
☐ Unliquidated
☐ Disputed

Basis for the claim: _____

Is the claim subject to offset? ☒ No ☐ Yes

\$6,003.19

3.56 Nonpriority creditor's name and mailing address

**Tim Humphrey
213 E Wildwood Dr.
Parkersburg, WV 26101**

Date(s) debt was incurred _____

Last 4 digits of account number _____

As of the petition filing date, the claim is: *Check all that apply.*

- ☐ Contingent
☐ Unliquidated
☐ Disputed

Basis for the claim: _____

Is the claim subject to offset? ☒ No ☐ Yes

\$55.64

3.57 Nonpriority creditor's name and mailing address

**Trader Interactive
999 Waterside Drive
Suite 1900
Norfolk, VA 23510**

Date(s) debt was incurred _____

Last 4 digits of account number _____

As of the petition filing date, the claim is: *Check all that apply.*

- ☐ Contingent
☐ Unliquidated
☐ Disputed

Basis for the claim: _____

Is the claim subject to offset? ☒ No ☐ Yes

\$442.67

3.58 Nonpriority creditor's name and mailing address

**Tucker
3048 Paysphere Circle
Chicago, IL 60674**

Date(s) debt was incurred _____

Last 4 digits of account number _____

As of the petition filing date, the claim is: *Check all that apply.*

- ☐ Contingent
☐ Unliquidated
☐ Disputed

Basis for the claim: _____

Is the claim subject to offset? ☒ No ☐ Yes

\$16.44

Debtor **JHD Holdings, Inc.**

Name

Case number (if known)

3.59 Nonpriority creditor's name and mailing address

UPS Freight
28013 Network Place
Chicago, IL 60673-1280

Date(s) debt was incurred

Last 4 digits of account number

As of the petition filing date, the claim is: Check all that apply.

- ☐ Contingent
☐ Unliquidated
☐ Disputed

Basis for the claim:

Is the claim subject to offset? ☒ No ☐ Yes**\$224.42****3.60** Nonpriority creditor's name and mailing address

Waste Management
PO Box 4648
Carol Stream, IL 60197-4648

Date(s) debt was incurred

Last 4 digits of account number

As of the petition filing date, the claim is: Check all that apply.

- ☐ Contingent
☐ Unliquidated
☐ Disputed

Basis for the claim:

Is the claim subject to offset? ☒ No ☐ Yes**\$549.67****3.61** Nonpriority creditor's name and mailing address

Welders Supply Company
111 Barrett Pl
Beloit, WI 53512-0875

Date(s) debt was incurred

Last 4 digits of account number

As of the petition filing date, the claim is: Check all that apply.

- ☐ Contingent
☐ Unliquidated
☐ Disputed

Basis for the claim:

Is the claim subject to offset? ☒ No ☐ Yes**\$110.00****3.62** Nonpriority creditor's name and mailing address

Wells Fargo Bank, N.A.
100 Park Avenue
New York, NY 10017

Date(s) debt was incurred

Last 4 digits of account number

As of the petition filing date, the claim is: Check all that apply.

- ☐ Contingent
☐ Unliquidated
☐ Disputed

Basis for the claim:

Is the claim subject to offset? ☒ No ☐ Yes**\$188.86****3.63** Nonpriority creditor's name and mailing address

Zwicker & Associates, PC
80 Minuteman Road
Andover, MA 01810

Date(s) debt was incurred

Last 4 digits of account number

As of the petition filing date, the claim is: Check all that apply.

- ☐ Contingent
☐ Unliquidated
☐ Disputed

Basis for the claim:

Is the claim subject to offset? ☒ No ☐ Yes**\$221,972.20****Part 3: List Others to Be Notified About Unsecured Claims**

4. List in alphabetical order any others who must be notified for claims listed in Parts 1 and 2. Examples of entities that may be listed are collection agencies, assignees of claims listed above, and attorneys for unsecured creditors.

If no others need to be notified for the debts listed in Parts 1 and 2, do not fill out or submit this page. If additional pages are needed, copy the next page.

Name and mailing address	On which line in Part 1 or Part 2 is the related creditor (if any) listed?	Last 4 digits of account number, if any
4.1 Paul A. Kinne, Esq. Gingras Cates & Wachs 8150 Excelsior Dr Madison, WI 53717	Line 3.51	
	<input type="checkbox"/> Not listed. Explain	

Part 4: Total Amounts of the Priority and Nonpriority Unsecured Claims

5. Add the amounts of priority and nonpriority unsecured claims.

5a. Total claims from Part 1

5b. Total claims from Part 2

Total of claim amounts	
5a. \$	220,582.46
5b. + \$	3,133,216.04

Debtor **JHD Holdings, Inc.**
Name

Case number (if known)

5c. Total of Parts 1 and 2
Lines 5a + 5b = 5c

5c.

\$ **3,353,798.50**

Fill in this information to identify the case:

Debtor name **JHD Holdings, Inc.**

United States Bankruptcy Court for the: **EASTERN DISTRICT OF WISCONSIN**

Case number (if known) _____

☐ Check if this is an amended filing

Official Form 206G

Schedule G: Executory Contracts and Unexpired Leases

12/15

Be as complete and accurate as possible. If more space is needed, copy and attach the additional page, number the entries consecutively.

1. Does the debtor have any executory contracts or unexpired leases?

☐ No. Check this box and file this form with the debtor's other schedules. There is nothing else to report on this form.

☒ Yes. Fill in all of the information below even if the contacts of leases are listed on *Schedule A/B: Assets - Real and Personal* (Official Form 206A/B). *Property*

2. List all contracts and unexpired leases

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

2.1. State what the contract or lease is for and the nature of the debtor's interest **Lease for business premises**
3223 N. Pontiac Dr.,
Janesville WI 53545

State the term remaining

List the contract number of any government contract

CSAR BRD WI JANE LLC
8270 Greensboro Drive
Suite 950
Mc Lean, VA 22102

2.2. State what the contract or lease is for and the nature of the debtor's interest **Lease for Sharp MX-3070V copier printer**

State the term remaining

List the contract number of any government contract

4 years

GFC Leasing
Attn: Doug Dietzen, CM
PO Box 2290
Madison, WI 53701-2290

2.3. State what the contract or lease is for and the nature of the debtor's interest **Motorcylce Dealer Contract**

State the term remaining

List the contract number of any government contract

Thru 12/31/19

Harley-Davidson Motor Co
3700 Juneau Avenue
Milwaukee, WI 53208

2.4. State what the contract or lease is for and the nature of the debtor's interest **Management Agreement**

State the term remaining

List the contract number of any government contract

Windy City HarleyDavidson

Fill in this information to identify the case:

Debtor name JHD Holdings, Inc.

United States Bankruptcy Court for the: EASTERN DISTRICT OF WISCONSIN

Case number (if known) _____

☐ Check if this is an amended filing

Official Form 206H Schedule H: Your Codebtors

12/15

Be as complete and accurate as possible. If more space is needed, copy the Additional Page, numbering the entries consecutively. Attach the Additional Page to this page.

1. Do you have any codebtors?

- ☐ No. Check this box and submit this form to the court with the debtor's other schedules. Nothing else needs to be reported on this form.
☒ Yes

2. In Column 1, list as codebtors all of the people or entities who are also liable for any debts listed by the debtor in the schedules of creditors, Schedules D-G. Include all guarantors and co-obligors. In Column 2, identify the creditor to whom the debt is owed and each schedule on which the creditor is listed. If the codebtor is liable on a debt to more than one creditor, list each creditor separately in Column 2.

Column 1: Codebtor

Column 2: Creditor

Name	Mailing Address	Name	Check all schedules that apply:
2.1 Eric and Sara Pomeroy		Harley-Davidson Credit	<input checked="" type="checkbox"/> D <u>2.3</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
2.2 Eric Pomeroy		Vital Cap	<input checked="" type="checkbox"/> D <u>2.4</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
2.3 H2D Motorcycle Ventures		Byline Bank	<input checked="" type="checkbox"/> D <u>2.2</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
2.4 Sara Pomeroy		Byline Bank	<input checked="" type="checkbox"/> D <u>2.2</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____
2.5 Sara Pomeroy		Vital Cap	<input checked="" type="checkbox"/> D <u>2.4</u> <input type="checkbox"/> E/F _____ <input type="checkbox"/> G _____

Debtor JHD Holdings, Inc.

Case number (if known) _____

Additional Page to List More Codebtors

Copy this page only if more space is needed. Continue numbering the lines sequentially from the previous page.

Column 1: Codebtor

Column 2: Creditor

2.6 H2D Motorcycle
Ventures,

CSAR BRD WI JANE
LLC

☐ D _____
☐ E/F _____
☒ G 2.1

Fill in this information to identify the case:

Debtor name JHD Holdings, Inc.

United States Bankruptcy Court for the: EASTERN DISTRICT OF WISCONSIN

Case number (if known) _____

☐ Check if this is an amended filing

Official Form 207

Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy

04/19

The debtor must answer every question. If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known).

Part 1: Income

1. Gross revenue from business

☐ None.

Identify the beginning and ending dates of the debtor's fiscal year, which may be a calendar year

Sources of revenue
Check all that apply

Gross revenue
(before deductions and exclusions)

From the beginning of the fiscal year to filing date:
From 1/01/2019 to Filing Date

☒ Operating a business
☐ Other _____

\$2,676,493.90

For prior year:
From 1/01/2018 to 12/31/2018

☒ Operating a business
☐ Other _____

\$16,030,359.31

For year before that:
From 1/01/2017 to 12/31/2017

☒ Operating a business
☐ Other _____

\$15,998,386.60

2. Non-business revenue

Include revenue regardless of whether that revenue is taxable. *Non-business income* may include interest, dividends, money collected from lawsuits, and royalties. List each source and the gross revenue for each separately. Do not include revenue listed in line 1.

☒ None.

Description of sources of revenue

Gross revenue from
each source
(before deductions and exclusions)

Part 2: List Certain Transfers Made Before Filing for Bankruptcy

3. Certain payments or transfers to creditors within 90 days before filing this case

List payments or transfers—including expense reimbursements—to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$6,825. (This amount may be adjusted on 4/01/22 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

☐ None.

Creditor's Name and Address

Dates

Total amount of value

Reasons for payment or transfer
Check all that apply

Creditor's Name and Address	Dates	Total amount of value	Reasons for payment or transfer <i>Check all that apply</i>
3.1. TO BE PROVIDED		\$0.00	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input type="checkbox"/> Other _____

4. Payments or other transfers of property made within 1 year before filing this case that benefited any insider

List payments or transfers, including expense reimbursements, made within 1 year before filing this case on debts owed to an insider or guaranteed or cosigned by an insider unless the aggregate value of all property transferred to or for the benefit of the insider is less than \$6,825. (This amount may be adjusted on 4/01/22 and every 3 years after that with respect to cases filed on or after the date of adjustment.) Do not include any payments listed in line 3. *Insiders* include officers, directors, and anyone in control of a corporate debtor and their relatives; general partners of a partnership debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(31).

☒ None.

Insider's name and address Relationship to debtor	Dates	Total amount of value	Reasons for payment or transfer
--	-------	-----------------------	---------------------------------

5. Repossessions, foreclosures, and returns

List all property of the debtor that was obtained by a creditor within 1 year before filing this case, including property repossessed by a creditor, sold at a foreclosure sale, transferred by a deed in lieu of foreclosure, or returned to the seller. Do not include property listed in line 6.

☒ None

Creditor's name and address	Describe of the Property	Date	Value of property
-----------------------------	--------------------------	------	-------------------

6. Setoffs

List any creditor, including a bank or financial institution, that within 90 days before filing this case set off or otherwise took anything from an account of the debtor without permission or refused to make a payment at the debtor's direction from an account of the debtor because the debtor owed a debt.

☒ None

Creditor's name and address	Description of the action creditor took	Date action was taken	Amount
-----------------------------	---	-----------------------	--------

Part 3: Legal Actions or Assignments**7. Legal actions, administrative proceedings, court actions, executions, attachments, or governmental audits**

List the legal actions, proceedings, investigations, arbitrations, mediations, and audits by federal or state agencies in which the debtor was involved in any capacity—within 1 year before filing this case.

☐ None.

Case title Case number	Nature of case	Court or agency's name and address	Status of case
7.1. Harley-Davidson Credit Corp. v. JHD Holdings, Et Al., Index No. 19-cv-155		US District Court, West Dist Wisc	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.2. Shelby Dewey v. Boardtracker Harley Davidson ERD Case No. CR201900231		Dept. of Workforce Development	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded
7.3. Performance Brokerage Services Inc. v. Eric D. Pomeroy, Et Al. 2:18-cv-00580-UA-MRM		US District Court, Middle Dist. Fla.	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded

Case title Case number	Nature of case	Court or agency's name and address	Status of case
7.4. Markham L. Saunders v. JHD Holdings Inc. d/b/a Boardtracker Harley Davidson 2019CV0006436		Rock County Circuit Court, Wisconsin 51 South Main Street Janesville, WI 53545	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded

8. Assignments and receivership

List any property in the hands of an assignee for the benefit of creditors during the 120 days before filing this case and any property in the hands of a receiver, custodian, or other court-appointed officer within 1 year before filing this case.

☒ None

Part 4: Certain Gifts and Charitable Contributions**9. List all gifts or charitable contributions the debtor gave to a recipient within 2 years before filing this case unless the aggregate value of the gifts to that recipient is less than \$1,000**

☒ None

Recipient's name and address	Description of the gifts or contributions	Dates given	Value
------------------------------	---	-------------	-------

Part 5: Certain Losses**10. All losses from fire, theft, or other casualty within 1 year before filing this case.**

☒ None

Description of the property lost and how the loss occurred	Amount of payments received for the loss	Dates of loss	Value of property lost
	<p>If you have received payments to cover the loss, for example, from insurance, government compensation, or tort liability, list the total received.</p> <p>List unpaid claims on Official Form 106A/B (Schedule A/B: Assets – Real and Personal Property).</p>		

Part 6: Certain Payments or Transfers**11. Payments related to bankruptcy**

List any payments of money or other transfers of property made by the debtor or person acting on behalf of the debtor within 1 year before the filing of this case to another person or entity, including attorneys, that the debtor consulted about debt consolidation or restructuring, seeking bankruptcy relief, or filing a bankruptcy case.

☒ None.

Who was paid or who received the transfer? Address	If not money, describe any property transferred	Dates	Total amount or value
---	---	-------	-----------------------

12. Self-settled trusts of which the debtor is a beneficiary

List any payments or transfers of property made by the debtor or a person acting on behalf of the debtor within 10 years before the filing of this case to a self-settled trust or similar device.
Do not include transfers already listed on this statement.

☒ None.

Name of trust or device	Describe any property transferred	Dates transfers were made	Total amount or value
-------------------------	-----------------------------------	---------------------------	-----------------------

13. Transfers not already listed on this statement

List any transfers of money or other property by sale, trade, or any other means made by the debtor or a person acting on behalf of the debtor within 2 years before the filing of this case to another person, other than property transferred in the ordinary course of business or financial affairs. Include both outright transfers and transfers made as security. Do not include gifts or transfers previously listed on this statement.

☒ None.Who received transfer?
AddressDescription of property transferred or
payments received or debts paid in exchangeDate transfer
was madeTotal amount or
value**Part 7: Previous Locations****14. Previous addresses**

List all previous addresses used by the debtor within 3 years before filing this case and the dates the addresses were used.

☒ Does not apply

Address

Dates of occupancy
From-To**Part 8: Health Care Bankruptcies****15. Health Care bankruptcies**

Is the debtor primarily engaged in offering services and facilities for:

- diagnosing or treating injury, deformity, or disease, or
- providing any surgical, psychiatric, drug treatment, or obstetric care?

☒ No. Go to Part 9.☐ Yes. Fill in the information below.

Facility name and address

Nature of the business operation, including type of services
the debtor providesIf debtor provides meals
and housing, number of
patients in debtor's care**Part 9: Personally Identifiable Information****16. Does the debtor collect and retain personally identifiable information of customers?**☐ No.☒ Yes. State the nature of the information collected and retained.**Customer addresses, email and phone nos.**

Does the debtor have a privacy policy about that information?

☐ No☒ Yes**17. Within 6 years before filing this case, have any employees of the debtor been participants in any ERISA, 401(k), 403(b), or other pension or profit-sharing plan made available by the debtor as an employee benefit?**☒ No. Go to Part 10.☐ Yes. Does the debtor serve as plan administrator?**Part 10: Certain Financial Accounts, Safe Deposit Boxes, and Storage Units****18. Closed financial accounts**

Within 1 year before filing this case, were any financial accounts or instruments held in the debtor's name, or for the debtor's benefit, closed, sold, moved, or transferred?

Include checking, savings, money market, or other financial accounts; certificates of deposit; and shares in banks, credit unions, brokerage houses, cooperatives, associations, and other financial institutions.

☒ NoneFinancial Institution name and
AddressLast 4 digits of
account numberType of account or
instrumentDate account was
closed, sold,
moved, or
transferredLast balance
before closing or
transfer**19. Safe deposit boxes**

List any safe deposit box or other depository for securities, cash, or other valuables the debtor now has or did have within 1 year before filing this case.

☐ None

Depository institution name and address	Names of anyone with access to it Address	Description of the contents	Do you still have it?
---	--	-----------------------------	-----------------------

20. Off-premises storage

List any property kept in storage units or warehouses within 1 year before filing this case. Do not include facilities that are in a part of a building in which the debtor does business.

☐ None

Facility name and address	Names of anyone with access to it	Description of the contents	Do you still have it?
---------------------------	-----------------------------------	-----------------------------	-----------------------

Part 11: Property the Debtor Holds or Controls That the Debtor Does Not Own

21. Property held for another

List any property that the debtor holds or controls that another entity owns. Include any property borrowed from, being stored for, or held in trust. Do not list leased or rented property.

☐ None

Part 12: Details About Environment Information

For the purpose of Part 12, the following definitions apply:

Environmental law means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium).

Site means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly owned, operated, or utilized.

Hazardous material means anything that an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a similarly harmful substance.

Report all notices, releases, and proceedings known, regardless of when they occurred.

22. Has the debtor been a party in any judicial or administrative proceeding under any environmental law? Include settlements and orders.

☐ No.

☐ Yes. Provide details below.

Case title Case number	Court or agency name and address	Nature of the case	Status of case
---------------------------	----------------------------------	--------------------	----------------

23. Has any governmental unit otherwise notified the debtor that the debtor may be liable or potentially liable under or in violation of an environmental law?

☐ No.

☐ Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
-----------------------	------------------------------------	-----------------------------	----------------

24. Has the debtor notified any governmental unit of any release of hazardous material?

☐ No.

☐ Yes. Provide details below.

Site name and address

Governmental unit name and
address

Environmental law, if known

Date of notice

Part 13: Details About the Debtor's Business or Connections to Any Business**25. Other businesses in which the debtor has or has had an interest**

List any business for which the debtor was an owner, partner, member, or otherwise a person in control within 6 years before filing this case. Include this information even if already listed in the Schedules.

☒ None

Business name address

Describe the nature of the business

Employer Identification number

Do not include Social Security number or ITIN.

Dates business existed

26. Books, records, and financial statements**26a.** List all accountants and bookkeepers who maintained the debtor's books and records within 2 years before filing this case.☐ None

Name and address

Date of service
From-To26a.1. **Baker Tilly Virchow Krause, LLP****26b.** List all firms or individuals who have audited, compiled, or reviewed debtor's books of account and records or prepared a financial statement within 2 years before filing this case.☒ None**26c.** List all firms or individuals who were in possession of the debtor's books of account and records when this case is filed.☐ None

Name and address

If any books of account and records are
unavailable, explain why26c.1. **Debtor-on premises****26d.** List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom the debtor issued a financial statement within 2 years before filing this case.☒ None

Name and address

27. Inventories

Have any inventories of the debtor's property been taken within 2 years before filing this case?

☒ No☐ Yes. Give the details about the two most recent inventories.Name of the person who supervised the taking of the
inventory

Date of inventory

The dollar amount and basis (cost, market,
or other basis) of each inventory**28.** List the debtor's officers, directors, managing members, general partners, members in control, controlling shareholders, or other people in control of the debtor at the time of the filing of this case.

Name

Address

Position and nature of any
interest
CEO, Secretary% of interest, if
any

Eric Pomeroy

Name	Address	Position and nature of any interest	% of interest, if any
Sara Pomeroy		President	100%

29. Within 1 year before the filing of this case, did the debtor have officers, directors, managing members, general partners, members in control of the debtor, or shareholders in control of the debtor who no longer hold these positions?

- ☒ No
☐ Yes. Identify below.

30. **Payments, distributions, or withdrawals credited or given to insiders**

Within 1 year before filing this case, did the debtor provide an insider with value in any form, including salary, other compensation, draws, bonuses, loans, credits on loans, stock redemptions, and options exercised?

- ☐ No
☒ Yes. Identify below.

Name and address of recipient	Amount of money or description and value of property	Dates	Reason for providing the value
30.1 Eric Pomeroy	50,000		
Relationship to debtor CEO			

31. Within 6 years before filing this case, has the debtor been a member of any consolidated group for tax purposes?

- ☒ No
☐ Yes. Identify below.

Name of the parent corporation

Employer Identification number of the parent corporation

32. Within 6 years before filing this case, has the debtor as an employer been responsible for contributing to a pension fund?

- ☒ No
☐ Yes. Identify below.

Name of the pension fund

Employer Identification number of the parent corporation

Debtor **JHD Holdings, Inc.**

Case number (if known)

Part 14: Signature and Declaration

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

I have examined the information in this *Statement of Financial Affairs* and any attachments and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on **July 16, 2019**

/s/ Eric Pomeroy
Signature of individual signing on behalf of the debtor

Eric Pomeroy
Printed name

Position or relationship to debtor **CEO**

Are additional pages to *Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy* (Official Form 207) attached?

☒ No

☐ Yes

**United States Bankruptcy Court
Eastern District of Wisconsin**

In re JHD Holdings, Inc.

Debtor(s)

Case No.

Chapter 11

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR(S)

1. Pursuant to 11 U.S.C. § 329(a) and Fed. Bankr. P. 2016(b), I certify that I am the attorney for the above named debtor(s) and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:
- | | | |
|---|----|-------------|
| For legal services, I have agreed to accept | \$ | <u>0.00</u> |
| Prior to the filing of this statement I have received | \$ | <u>0.00</u> |
| Balance Due | \$ | <u>0.00</u> |
2. The source of the compensation paid to me was:
☒ Debtor ☐ Other (specify):
3. The source of compensation to be paid to me is:
☒ Debtor ☐ Other (specify):
4. ☒ I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.
☐ I have agreed to share the above-disclosed compensation with a person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation is attached.
5. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:
- a. Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
 - b. Preparation and filing of any petition, schedules, statement of affairs and plan which may be required;
 - c. Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;
 - d. [Other provisions as needed]
Negotiations with secured creditors to reduce to market value; exemption planning; preparation and filing of reaffirmation agreements and applications as needed; preparation and filing of motions pursuant to 11 USC 522(f)(2)(A) for avoidance of liens on household goods.
6. By agreement with the debtor(s), the above-disclosed fee does not include the following service:
Representation of the debtors in any dischargeability actions, judicial lien avoidances, relief from stay actions or any other adversary proceeding.

CERTIFICATION

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

July 15, 2019
Date

/s/ Robert L. Rattet

Robert L. Rattet 1674118

Signature of Attorney

Rattet PLLC

202 Mamaroneck Avenue

Suite 300

White Plains, NY 10601

+1-914-381-7400 Fax: +1-914-381-7406

rrattet@rattatlaw.com

Name of law firm

**United States Bankruptcy Court
Eastern District of Wisconsin**

In re JHD Holdings, Inc.

Debtor(s)

Case No.
Chapter

11

LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with rule 1007(a)(3) for filing in this Chapter 11 Case

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Sara Pomeroy		100%	Shareholder

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the CEO of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date July 15, 2019

Signature /s/ Eric Pomeroy

Eric Pomeroy

*Penalty for making a false statement of concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.*

**United States Bankruptcy Court
Eastern District of Wisconsin**

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Debtor(s)

Case No.
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VERIFICATION OF CREDITOR MATRIX

The above named debtor(s) or attorney for the debtor(s) hereby verify that the attached matrix (list of creditors) is true and correct to the best of their knowledge.

Date: July 15, 2019

/s/ Eric Pomeroy

Eric Pomeroy/CEO
Signer/Title

Date: July 15, 2019

/s/ Robert L. Rattet

Signature of Attorney
Robert L. Rattet 1674118
Rattet PLLC
202 Mamaroneck Avenue
Suite 300
White Plains, NY 10601
+1-914-381-7400 Fax: +1-914-381-7406

1st Choice Lock & Securit
P.O. Box 137
Janesville, WI 53547-0137

Airgas
6055 Rockside Woods Blvd
Independence, OH 44131

Alliant Energy
4902 Nort Biltmore Lane
Madison, WI 53707-1007

American Express Bank
4315 South 2700 West
Salt Lake City, UT 84184

American Express Merchant

American Express Nat Bank
c/o Datamark Inc.
Att: Merchant Finance Csl
43 Butterfield Cir.
El Paso, TX 79906

American Family Life
Assurance Co. of Columbus
1932 Wynnton Road
Columbus, GA 31999-0010

ARI Network Services, Inc
10850 W Park Place
Suite 1200
Milwaukee, WI 53224

Auto Owners Insurance
Box 30660
Lansing, MI 48909

Baker Tilly Virchow Kraus
777 E Wisconsin Avenue
32nd Floor
Milwaukee, WI 53202

Beathen Regan, Esq.
Zwicker & Assocs. PC
80 Minuteman Rd
Andover, MA 01810

Bosch
28635 Mound Rd
Warren, MI 48092-3499

Bravado International
Group Merchants Services
32206 Collection Ctr Dr.
Chicago, IL 60693-0322

Brennan Steil, S.C.
One East Milwaukee Street
Janesville, WI 53545-3029

Brennan Steil, S.C.
Stephanie L. Bravieri Esq
One East Milwaukee Street
Janesville, WI 53545-3029

Broadcast Music, Inc.
10 Music Square East
Nashville, TN 37203-4399

Byline Bank
500 W. Elm Grove Road
Suite 104
Attn: Paul Quackenboss
Elm Grove, WI 53122

Byline Bank
180 N LaSalle, Suite 400
Chicago, IL 60601

Capital Automotive
Real Estate Services
8484 Westpark Drive
Suite 200
Mc Lean, VA 22102

Chopper Exchange
447 3rd Ave N, Suite 300
Saint Petersburg, FL 33701

City of Janesville
Treasurer's Office
P.O. Box 5005
Janesville, WI 53547-5005

City of Monroe
Attn: City Treasurer
1110 18th Ave City Hall
Monroe, WI 53566

Computerized Vehicle Regi
4600 Montgomery Road
Cincinnati, OH 45212

Cornerstoner United, Inc.
120 Main Ave NW
Hickory, NC 28601

Coverall North America, I
2955 Momentum Place
Chicago, IL 60689

CSAR BRD WI JANE LLC
8270 Greensboro Drive
Suite 950
Mc Lean, VA 22102

Culligan Water Conditioni
2306 Kennedy Rd
Janesville, WI 53545-0827

Dan Fleming, Esq.
Wong Fleming
821 Alexander Rd
Suite 200
Princeton, NJ 08540

Daniel Habeck, Esq.
Cramer, Multhauf & Hames,
1601 E. Racine Ave.
Suite 200
Waukesha, WI 53186

Dimax Office Solutions, I
PO Box 1406
Janesville, WI 53547

E&D Water Works, Inc.
915 Parker Drive
Janesville, WI 53545-0709

Elad One
Data Software Services
P.O. Box 2585
Valdosta, GA 31604-2585

Eric Pomeroy

Exxon Mobile / WEX Bank
P.O. Box 5727
Carol Stream, IL 60197-5727

First Extended Service Co
PO Box 804785
Chicago, IL 60680-4159

Ford Credit
PO Box 790093
Saint Louis, MO 63179-0093

GEM Printing Services
307 State Street
Beloit, WI 53512-0356

GFC Leasing
Attn: Doug Dietzen, CM
PO Box 2290
Madison, WI 53701-2290

Gordon Flesch
2675 Research Park Drive
Madison, WI 53711

Great America Financial
PO Box 660831
Dallas, TX 75266-0831

H2D Motorcycle Ventures,

Harley-Davidson Credit
1801 Alma Dr, Suite 200
Plano, TX 75075

Harley-Davidson Motor Co
3700 Juneau Avenue
Milwaukee, WI 53208

Heritage-Crystal Clean
2175 Point Boulevard
Suite 375
Elgin, IL 60123

Humana
1100 Employers Blvd
Green Bay, WI 54344

Illinois Tollway
PO Box 5544
Chicago, IL 60680-5544

J.D. Power
PO Box 748673
Los Angeles, CA 90074-8673

Jacob Lopez
22072 Monico Dr
Moreno Valley, CA 92557

Janesville Municipal Util
18 N Jackson Street
Janesville, WI 53547-5005

Kevin Lewis
Central States Health &
Life Co. of Omaha
1212 N. 96th Street
Omaha, NE 68134-0350

Kuryakin Holdings, LLC
33150 Collection Center
Chicago, IL 60693-0331

Lloyds Plumbing & Heating
2352 W. Hwy 14
Janesville, WI 53547-1618

Moss Holding Company
3469 Momentum Place
Chicago, IL 60689-5334

Nannonation Inc.
301 S 13th Street
Lincoln, NE 68508

Office Pro Inc.
Janesville Division
P.O. Box 80
Afton, WI 53501

Paul A. Kinne, Esq.
Gingras Cates & Wachs
8150 Excelsior Dr
Madison, WI 53717

Pay Pal Working Capital
Merchant Assistance
9690 Deereco Road
Suite 110
Timonium, MD 21094

Paychex
225 Kenneth Dr
Rochester, NY 14623

Pitney Bowes Global
Financial Services, LLC
P.O. Box 371887
Pittsburgh, PA 15250-7887

Police Services, Inc.
P.O. Box 730151
Ormond Beach, FL 32173-0151

Purchase Power
PO Box 371874
Pittsburgh, PA 15250-7874

Reynolds & Reynolds

Sara Pomeroy

Shaya Gorkin, Esq.
Tamir Law Group
80 Broad Street, Ste 1302
New York, NY 10004

Shelby Dewey
1117 Woodman Rd
Janesville, WI 53545

Spectrum Business
4145 S Falkenburg Rd
Riverview, FL 33578-8652

STA International
225 Broadhollow Road
Melville, NY 11747-4822

Superior Court California
County of Riverside
13800 Heacock Street
D201
Moreno Valley, CA 92553

TDS
525 Junction Rd
Madison, WI 53717-2105

Tim Humphrey
213 E Wildwood Dr.
Parkersburg, WV 26101

Trader Interactive
999 Waterside Drive
Suite 1900
Norfolk, VA 23510

Tucker
3048 Paysphere Circle
Chicago, IL 60674

UPS Freight
28013 Network Place
Chicago, IL 60673-1280

Vital Cap
30 Broad Street, 14th Fl
New York, NY 10004

Waste Management
PO Box 4648
Carol Stream, IL 60197-4648

Welders Supply Company
111 Barrett Pl
Beloit, WI 53512-0875

Wells Fargo Bank, N.A.
100 Park Avenue
New York, NY 10017

Windy City HarleyDavidson

Wisconsin Dept of Revenue
P.O. Box 8901
Madison, WI 53708-8901

Zwicker & Associates, PC
80 Minuteman Road
Andover, MA 01810

**United States Bankruptcy Court
Eastern District of Wisconsin**

In re JHD Holdings, Inc.

Debtor(s)

Case No.

Chapter 11

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for JHD Holdings, Inc. in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

☐ None [*Check if applicable*]

July 15, 2019

Date

/s/ Robert L. Rattet

Robert L. Rattet 1674118

Signature of Attorney or Litigant

Counsel for JHD Holdings, Inc.

Rattet PLLC

202 Mamaroneck Avenue

Suite 300

White Plains, NY 10601

+1-914-381-7400 Fax: +1-914-381-7406

rrattet@rattetlaw.com

Resolution of Board of Directors
of
JHD Holdings, Inc.

Whereas, it is in the best interest of this corporation to file a voluntary petition in the the United States Bankruptcy Court pursuant to Chapter 11 of Title 11 of the United States Code;

Be It Therefore Resolved, that **Eric Pomeroy**, CEO of this Corporation, is authorized and directed to execute and deliver all documents necessary to perfect the filing of a chapter 11 voluntary bankruptcy case on behalf of the corporation; and

Be It Further Resolved, that **Eric Pomeroy**, CEO of this Corporation is authorized and directed to appear in all bankruptcy proceedings on behalf of the corporation, and to otherwise do and perform all acts and deeds and to execute and deliver all necessary documents on behalf of the corporation in connection with such bankruptcy case, and

Be It Further Resolved, that **Eric Pomeroy**, CEO of this Corporation is authorized and directed to employ **Robert L. Rattet 1674118**, attorney and the law firm of **Rattet PLLC** to represent the corporation in such bankruptcy case.

Date July 15 , 2019

Signed /s/ Eric Pomeroy
Eric Pomeroy

Date _____

Signed _____

**United States Bankruptcy Court
Eastern District of Wisconsin**

In re JHD Holdings, Inc.

Debtor(s)

Case No.

Chapter 11

STATEMENT REGARDING AUTHORITY TO SIGN AND FILE PETITION

I, **Eric Pomeroy**, declare under penalty of perjury that I am the CEO of **JHD Holdings, Inc.**, and that the following is a true and correct copy of the resolutions adopted by the Board of Directors of said corporation at a special meeting duly called and held on the May 28, 2019 .

"Whereas, it is in the best interest of this corporation to file a voluntary petition in the United States Bankruptcy Court pursuant to Chapter 11 of Title 11 of the United States Code;

Be It Therefore Resolved, that **Eric Pomeroy**, CEO of this Corporation, is authorized and directed to execute and deliver all documents necessary to perfect the filing of a chapter 11 voluntary bankruptcy case on behalf of the corporation; and

Be It Further Resolved, that **Eric Pomeroy**, CEO of this Corporation is authorized and directed to appear in all bankruptcy proceedings on behalf of the corporation, and to otherwise do and perform all acts and deeds and to execute and deliver all necessary documents on behalf of the corporation in connection with such bankruptcy case, and

Be It Further Resolved, that **Eric Pomeroy**, CEO of this Corporation is authorized and directed to employ **Robert L. Rattet 1674118**, attorney and the law firm of **Rattet PLLC** to represent the corporation in such bankruptcy case."

Date July 15, 2019

Signed /s/ Eric Pomeroy
Eric Pomeroy

**United States Bankruptcy Court
Eastern District of Wisconsin**

In re JHD Holdings, Inc.

Debtor(s)

Case No.

Chapter 11

LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with rule 1007(a)(3) for filing in this Chapter 11 Case

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Sara Pomeroy		100%	Shareholder

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the CEO of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date July 15, 2019

Signature /s/ Eric Pomeroy
Eric Pomeroy

*Penalty for making a false statement of concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.*